

**COMBINED POWER OF ATTORNEY
DECLARATION AND PETITION**

As the below named inventors, we hereby declare that:

Our residences, post office addresses and citizenships are as stated below next to our names.

We believe that we are original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled **SYSTEM AND METHOD FOR PROVIDING A DIGITAL MEDIA SUPPLY CHAIN OPERATION SYSTEM AND SUITE OF APPLICATIONS**, the specification of which is attached.

We hereby state that we have reviewed and understand the contents of the above-identified specification, including the claims.

We acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, § 1.56(a).

We hereby claim foreign priority benefits under Title 35, United States Code, § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed: NONE

PRIOR FOREIGN APPLICATION(S)

Priority claimed

Number	Country	Date Filed	Yes	No
				Priority claimed

Number	Country	Date Filed	Yes	No
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We hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below:

60/461,593	April 7, 2003
Application Serial No.	Filing Date

Application Serial No.	Filing Date

We hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, we acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application: NONE

Application Serial No.

Filing Date

Application Serial No.

Filing Date

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

I hereby appoint:

Brian M. Berliner, Reg. No. 34,549
Todd E. Fitzsimmons, Reg. No. 44,683
Jonathan A. Jaech, Reg. No. 41,091
Ryan K. Yagura, Reg. No. 47,191
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all attorneys of the law firm of O'MELVENY & MYERS LLP, 400 South Hope Street, Los Angeles, California 90071-2899, as our attorneys with full powers of substitution and revocation to prosecute this application and to transact all business in the United States Patent and Trademark Office in connection therewith.

Correspondence should be addressed to:

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Full name of first inventor: MARK JOSEPH KAPOZYNSKI

Inventor's signature: 

Date: 4-5-04

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Full name of second inventor: FREDDY GOESKE

Inventor's signature: 

Date: 4-5-04

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Citizenship: U.S.A.

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